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-and-

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*Counsel to R² Investments, L.P., as Equity Interest
Holder in Charter Communications, Inc.*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
 : Chapter 11
CHARTER COMMUNICATIONS, INC., :
et al., : Case No. 09-11435 (JMP)
 :
Debtors. : (Jointly Administered)
-----X

**JOINDER TO LAW DEBENTURE TRUST COMPANY OF NEW YORK'S
MOTION IN LIMINE TO PRECLUDE TESTIMONY ON SUBJECTS OVER
WHICH THE DEBTORS ASSERTED ATTORNEY-CLIENT AND COMMON
INTEREST PRIVILEGE DURING FACT DISCOVERY**

R² Investments, LDC ("R² Investments"), an equity holder¹ of Charter Communications, Inc. ("CCI") (together with all the above-captioned debtors, the "Debtors"), joins and supports the Law Debenture Trust Company of New York's Motion In Limine to Preclude Testimony on Subjects Over Which the Debtors Asserted Attorney-Client and Common

¹ R² Investments is also a creditor of CCI and R² Investments or its associate, affiliated or related entities and holds approximately \$49.96 million in face value of an aggregate \$479 million in principal amount of 6.50% Convertible Senior Notes due 2027 (the "CCI Notes") issued by CCI. The interests of the holders of the CCI Notes are being represented by Law Debenture Trust Company of New York, the Indenture Trustee with respect to the CCI Notes. R² Investments submits this joinder solely with respect to its own equity interest in CCI.

Interests Privilege During Fact Discovery (the “Motion”) [Motion to file Motion under seal is found at DE 648] and asserts that the facts and arguments set forth in the Motion justify the relief sought therein. R² Investments further requests that it be granted such other and further relief as is just.

Dated: New York, New York
July 19, 2009

Respectfully submitted,

FOX ROTHSCHILD LLP

By:



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